

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

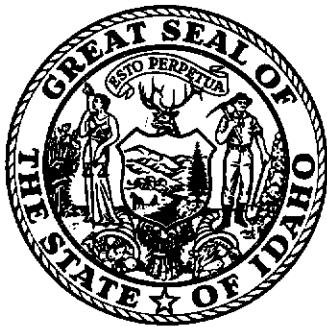
WHOLE FOODS MARKET ROCKY MOUNTAIN/SOUTHWEST, L.P.

File Number L-6669

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Limited Partnership Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application.

Dated: April 11, 2012



Ben Ysursa
SECRETARY OF STATE

By *Shayna*



**APPLICATION FOR CERTIFICATE
OF AUTHORITY FOR
FOREIGN LIMITED PARTNERSHIP**
(Instructions on back of application)

12 APR 11 PM 2:10

**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned limited partnership applies for a Certificate of Authority and states as follows:

1. The name of the limited partnership is:

Whole Foods Market Rocky Mountain/Southwest, L.P.

2. The name which it shall use in Idaho is: _____

3. It is formed under the laws of: Texas and its date of formation is March 2, 1995

4. The address of the office located in its jurisdiction of domicile:

Street: 550 Bowie Street, Austin, TX 78703

Mailing: 550 Bowie Street, Austin, TX 78703

5. The address of its principal office (if different than item 4):

Street: _____

Mailing: _____

6. The address to which correspondence should be addressed (if different than item 5):

Mailing: _____

7. The name and physical street address of the registered agent in Idaho is:

C T Corporation System 1111 West Jefferson, Suite 530, Boise, ID 83702

8. This limited partnership [Is] [Is not] a limited liability limited partnership.

9. The names and respective business and mailing addresses of its general partners:

Name	Street Address	Mailing Address
Whole Foods Market Rocky Mountain/	505 Bowie Street	550 Bowie Street
Southwest I, Inc.	Austin, TX 78703	Austin, TX 78703
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: March 30, 2012

Signature: Roberta Lang

Typed Name: Roberta Lang

Capacity: President of General Partner

The signer must be a general partner of the limited partnership.

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

LCP Form/Stat Form/Stat of Authority
4/1/2010 CTS Form/Stat Form/Stat of Authority
Print/Print Form/Stat Form/Stat of Authority
Rev/Rev Form/Stat Form/Stat of Authority

IDAHO SECRETARY OF STATE
04/11/2012 05:00
CK: 7700 CT: 221028 DH: 1319347
1 E 100.00 = 100.00 REG FOR LP # 2
1 E 20.00 = 20.00 EXPEDITE C # 3

L. Ueda

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697

Hope Andrade
Secretary of State



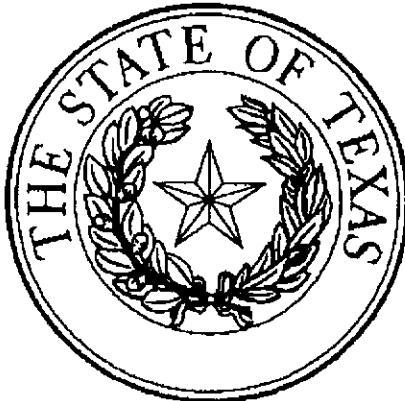
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Assumed Name Certificate for Whole Foods Market Rocky Mountain/Southwest, L.P. (file number 8008910), a Domestic Limited Partnership (LP), was filed in this office on March 02, 1995.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 10, 2012.



A handwritten signature in black ink that reads "Hope Andrade".

Hope Andrade
Secretary of State